

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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THE NEW YORK CITY EMPLOYEES'
RETIREMENT SYSTEM, THE TEACHERS'
RETIREMENT SYSTEM OF THE CITY OF NEW
YORK, THE NEW YORK CITY POLICE PENSION
FUND, THE NEW YORK CITY FIRE
DEPARTMENT PENSION FUND, THE NEW
YORK CITY BOARD OF EDUCATION
RETIREMENT SYSTEM,

Plaintiffs,

v.

THE APACHE CORPORATION,

Defendant.

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ELECTRONICALLY FILED
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DATE FILED: 6/20/08

**ORDER TO SHOW CAUSE FOR
A PRELIMINARY INJUNCTION
AND A TEMPORARY
RESTRAINING ORDER**

Civil Action No. 08 CV 3458(cm)

MEMO ENDORSED

*Motion moot in
view of dismissal
of case - off
calendar
Cullen McNeil*

Upon the plaintiffs' complaint herein, the declaration of Jeremy I. Huntone, dated 6/20/08

April 8, 2008; the declaration of Richard S. Simon, Deputy General Counsel to the Comptroller of the City of New York, dated April 7, 2008; and the memorandum of law in support of plaintiffs' request for a preliminary injunction and a temporary restraining order; it is hereby

ORDERED, that the defendant or its attorney show cause before a motion term of this Court, at Room _____, United States District Court, 500 Pearl Street, New York, New York on April _____, 2008, at _____ in the _____ noon thereof, or as soon thereafter as counsel may be heard, why an order should not be issued pursuant to Rule 65 of the Federal Rules of Civil Procedure (I) enjoining defendant from soliciting stockholder proxies for defendant's 2008 annual meeting for stockholders without informing stockholders of plaintiffs' stockholder

proposal; (2) enjoining defendant from employing proxies solicited in such a manner; and further (3) directing defendant to make a supplemental mailing to inform stockholders about, and to solicit proxies on, the plaintiffs' stockholder proposal submitted to defendant by letter dated October 29, 2007; and

IT IS FURTHER ORDERED that, sufficient reason having been shown therefore, pending the hearing of plaintiffs' application for a preliminary injunction pursuant to Rule 65, Fed. R. Civ. P., the defendant is temporarily (1) restrained and enjoined from soliciting stockholder proxies for defendant's 2008 annual meeting for stockholders without informing stockholders of plaintiffs' stockholder proposal; and (2) enjoined from employing proxies solicited in such a manner; and further (3) directed to make a supplemental mailing to inform stockholders about, and to solicit proxies on, the plaintiffs' stockholder proposal submitted to defendant by letter dated October 29, 2007; and

IT IS FURTHER ORDERED that personal service of a copy of this Order and the papers on which it was granted upon defendant or defendant's counsel on or before ____ o'clock in the ____ noon, April ____, 2008, be deemed good and sufficient service thereof.

U.S.D.J.

Dated: New York, New York
April ____, 2008